



Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
February 16, 2023

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**ORDER AUTHORIZING RETENTION
AND EMPLOYMENT OF FOX
ROTHSCHILD LLP AS DEBTOR'S
COUNSEL, EFFECTIVE AS OF THE
PETITION DATE**

Hearing Date: February 15, 2023
Hearing Time: 10:30 a.m.

FOX ROTHSCHILD LLP
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Upon the application (the “Application”)¹ of the above-captioned debtor and debtor in possession (“Debtor”) for entry of an order (the “Order”) on Debtor’s (i) *Emergency First Day Application for an Order Authorizing Retention and Employment of Fox Rothschild LLP* [“Fox Rothschild”] as Debtor’s Counsel, Effective as of the Petition Date; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this Chapter 11 Case and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Application is in the best interests of Debtor’s estate, its creditors, and other parties in interest; and the Court having found that Debtor provided appropriate notice of the Motion and the opportunity for a hearing on the Application under the circumstances; and the Court having found that no other or further notice need be provided; and the Court having reviewed the Application, the *Verified Statement of Brett A. Axelrod Pursuant to 11 U.S.C. §§ 327(a), 328 and Fed. R. Bankr. P. 2014 and 2016 filed in Support of Emergency First Day Application for an Order Authorizing Retention and Employment of Fox Rothschild LLP as Debtor’s Counsel, Effective as of the Petition Date* (the “Axelrod Verified Statement”), and (iii) the *Omnibus Declaration of Christopher Andrew McAlary in Support of First Day Motions*, and having heard the statements in support of the relief requested therein at a hearing before the Court (the “Hearing”) and having considered the entire record before the Court; and the Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. The Application is GRANTED as set forth herein.
2. Any oppositions to the entry of an order granting final relief on the Application shall be filed and served not later than February 28, 2023 (the “Opposition Deadline”). If an opposition is

¹ Unless otherwise defined herein, all capitalized terms have the definitions set forth in the Motion.

1 filed by a party, other than the Office of the United States Trustee (the “OUST”), then the Court shall
 2 hold a final hearing (the “Final Hearing”) on the Application on March 17, 2023, at 9:30 a.m.,
 3 prevailing Pacific Time. Any oppositions shall be served on: (a) proposed counsel to the Debtor (Brett
 4 A. Axelrod, Fox Rothschild LLP, 1980 Festival Plaza Drive, Suite 700, Las Vegas, Nevada 89135,
 5 baxelrod@foxrothschild.com, nkoffroth@foxrothschild.com, zwilliams@foxrothschild.com); (b) the
 6 Office of the United States Trustee for the District of Nevada (United States Trustee’s Office Region
 7 17, 300 Las Vegas Boulevard South Suite 4300 Las Vegas, NV 89101); (c) the entities listed on the
 8 List of Creditors Holding the 20 Largest Unsecured Claims, filed pursuant to Bankruptcy Rule
 9 1007(d); and (d) all parties who have requested notice pursuant to Bankruptcy Rule 2002. Any replies
 10 in support of the Application shall be filed on or before March 10, 2023.

11 3. If no party, other than the OUST, files an opposition by the Opposition Deadline, then
 12 the Debtor may file a notice of non-opposition and lodge a final order approving the Application on
 13 a final basis, which the Court will enter without the need for a Final Hearing.

14 4. Pursuant to 11 U.S.C. § 328, Fox Rothschild shall have a \$450,000.00 cap on its
 15 compensation for services rendered in connection with the Debtor’s first day pleadings, attendance
 16 at the section 341 meeting of creditors, any asset sale process, lease rejection and financing motions.
 17 All proposed payments to Fox Rothschild under § 328 shall be subject to prior review and approval,
 18 including approval of Fox Rothschild hourly rates, by the Court pursuant to 11 U.S.C. § 330.

19 5. Pursuant to 11 U.S.C. § 327(a), Rules 2014(a), 2016(b) and 5002 of the Federal Rules
 20 of Bankruptcy Procedure, and Local Rule 2014, Debtor shall pay Fox Rothschild’s professional fees
 21 on an hourly basis, plus reimbursement of actual, necessary expenses and other charges, for services
 22 provided by Fox Rothschild to Debtor, including services rendered in connection with valuation of
 23 the company and its assets, and any plan of reorganization and disclosure statement. All proposed
 24 payments to Fox Rothschild for such services rendered shall be subject to review and approval by the
 25 Court pursuant to 11 U.S.C. § 330.

26 6. Fox Rothschild may seek compensation for its fees and expenses incurred on behalf
 27 of Debtor, consistent with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the United
 28 States Trustee Guidelines, and any applicable rules or orders of this Court, from Debtor’s estate.

7. Fox Rothschild is disinterested as that term is defined in Bankruptcy Code section 101(14), as modified by Bankruptcy Code section 1107(b), and used in Bankruptcy Code section 327(a).

8. The terms of this Order shall be immediately effective and enforceable upon its entry.

Prepared and respectfully submitted by:

FOX ROTHSCHILD LLP

By /s/Brett A. Axelrod
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[Proposed] Counsel for Debtor

APPROVED:

OFFICE OF THE UNITED STATES TRUSTEE

By /s/Jared A. Day
Jared A. Day,
Trial Attorney for Tracy Hope Davis,
United States Trustee
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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies as follows:

- ☐ The Court has waived the requirement of approval in LR 9021(b)(1).
- ☐ No party appeared at the hearing or filed an objection to the motion
- ☒ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

Jared A. Day,
Trial Attorney
Office of the United States
Trustee

APPROVED

- ☐ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

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